

Exhibit A

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

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U.S. DISTRICT COURT
DISTRICT OF MASS.

JOHN FREDERICK,
Plaintiff,

v.

SKILLSOFT CORPORATION,
Defendant.

CIVIL ACTION NO. 04-CV10066-WGY

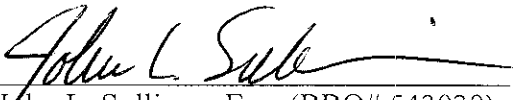
STIPULATION OF DISMISSAL WITH PREJUDICE

Pursuant to Fed. R. Civ. P. 41(a)(1), it is hereby stipulated and agreed between Plaintiff, John Frederick and Defendant, SkillSoft Corporation, by their respective attorneys, that all claims in the above-captioned action be dismissed in full, with prejudice, and that each party shall bear his or its own costs, all matters in controversy having been fully settled and compromised between and among Plaintiff and Defendant.

Respectfully submitted,

JOHN FREDERICK,

By his attorney,

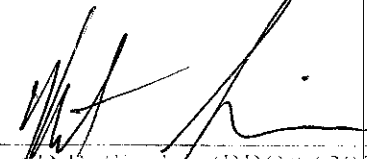

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Dated: June 11, 2004

Respectfully submitted,

SKILLSOFT CORPORATION,

By its attorneys,


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Dated: June __, 2004